

## **EXHIBIT D**



Federal ID # 34-1108723

Please Remit To:

P. O. Box 75579  
Cleveland, Ohio 44101-4755

Phone: 330.535.5711  
Facsimile: 330.253.8601

www.brouse.com

Royal Manor Management, Inc. Creditors Committee  
Attn: Robert Brumbaugh  
c/o Damon Industries, Inc.  
12345 Rockhill Avenue, NE  
Alliance, OH 44601

April 17, 2009

Invoice No. 181470/372815  
Client No. 23756

For Legal Services Rendered For The Period Ending March 31, 2009

Legal Services	\$91,574.00
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Costs Advanced	\$2,807.51
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Total Due For This Period	\$94,381.51
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Total Due At This Time	<b><u>\$94,381.51</u></b>
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NET DUE UPON RECEIPT



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### MATTER SUMMARY

<u>DESCRIPTION</u>	<u>FEES</u>	<u>COSTS</u>	<u>TOTAL</u>
ASSET DISPOSITION	\$5,278.00	\$0.00	\$5,278.00
BENESCH FRIEDLANDER CLAIMS	\$1,507.50	\$0.00	\$1,507.50
BROUSE MCDOWELL EMPLOYMENT/FEE APPS.	\$1,793.00	\$0.00	\$1,793.00
BUSINESS OPERATIONS	\$280.00	\$0.00	\$280.00
CASE ADMINISTRATION	\$1,749.00	\$1,316.91	\$3,065.91
CASH COLLATERAL AND DIP FINANCING	\$1,293.00	\$0.00	\$1,293.00
CLAIMS ADMINISTRATION AND OBJECTIONS	\$46,409.00	\$633.96	\$47,042.96
MEETINGS OF CREDITORS	\$929.50	\$0.00	\$929.50
OBJECTIONS - OTHER EMPLOYMEN/FEE APPS	\$1,053.00	\$0.00	\$1,053.00
OTHER EMPLOYMENT/FEE APPLICATIONS	\$110.50	\$0.00	\$110.50
PLAN AND DISCLOSURE STATEMENT	\$31,171.50	\$856.64	\$32,028.14
<b>Total:</b>	<b>\$91,574.00</b>	<b>\$2,807.51</b>	<b>\$94,381.51</b>



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### DETAIL OF LEGAL SERVICES

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
<b>RE: ASSET DISPOSITION</b>				
Confer with K. Bradley regarding review of asset purchase agreement and loan proposal for Cammeby Management Co., LLC (.1); review asset purchase agreement and loan proposal letter (1.4); prepare email with comments to K. Bradley and M. Merklin (.3).	11/04/08	DLS	1.80	378.00
Confer with K. Bradley regarding termination provisions for Cammeby Management Co., LLC asset purchase agreement (.1); review purchase agreement and modify email to K. Bradley and M. Merklin (.3).	11/05/08	DLS	0.40	84.00
Review Saber letter of intent regarding Darlington facility.	11/10/08	KMB	0.40	90.00
Review deeds and discuss closing documents with G. Ehrhard.	12/17/08	KMB	0.70	157.50
Confer with G. Davis regarding status of HUD approval on closing.	12/17/08	KMB	0.20	45.00
Communications with G. Davis and B. Goodrich regarding status of HUD approval and closing and review communication from D. Wehrle regarding availability for execution of documents.	12/19/08	MBM	0.20	68.00
Communications with D. Wehrle regarding closing timetable and establishment of trust account.	12/19/08	KMB	0.40	90.00
Review lease termination documents and discuss with G. Ehrhard.	12/19/08	KMB	0.50	112.50



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Brief communication from G. Davis regarding closing issues.	12/22/08	MBM	0.10	34.00
Communications with G. Ehrhard regarding status of closing, including closing documents.	12/22/08	KMB	0.80	180.00
Review closing checklist and circulate closing documents (2.8); discuss with D. Wehrle (.4); discuss HUD status with G. Davis (.2).	12/23/08	KMB	3.40	765.00
Brief discussion with G. Davis regarding status of closing.	12/29/08	MBM	0.10	34.00
Confer with D. Silfani regarding comments to closing documents.	12/29/08	KMB	0.40	90.00
Confer with K. Bradley regarding review of tentative execution drafts of closing documents (.4); review first amendment to asset purchase agreement, bills of sale, general release, assignment and assumption agreements, general warranty deeds and amendments to mortgage (.8); email to K. Bradley with comments and suggested modifications (.3).	12/29/08	DLS	1.50	315.00
Brief discussion with K. Bradley regarding status of HUD approval on closing.	12/30/08	MBM	0.10	34.00
Confer with G. Ehrhard regarding status of closing.	12/30/08	KMB	0.20	45.00
Review various communications with T. King and G. Davis regarding closing issues in connection with HUD approval.	12/31/08	MBM	0.20	68.00
Review communications with T. King and G. Davis regarding closing issues in connection with HUD approval.	12/31/08	KMB	0.20	45.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review communication from HUD regarding closing conditions including issues regarding title.	01/02/09	MBM	0.10	35.00
Review communication from HUD regarding closing conditions.	01/02/09	KMB	0.10	24.00
Communications with D. Wehrle and R. Hardy regarding LaSalle rent payment.	01/05/09	KMB	0.40	96.00
Confer with escrow agent regarding receipt of signature pages for closing documents.	01/07/09	KMB	0.20	48.00
Communication from K. Bradley regarding discussions with G. Davis and closing issues.	01/09/09	MBM	0.10	35.00
Brief communication from J. Urban regarding Maple Heights Care Center property.	01/14/09	MBM	0.10	35.00
Review communication regarding Maple Care and change of operator issues with State of Ohio.	01/14/09	KMB	0.40	96.00
Confer with M. Merklin regarding HUD issues and closing (.3); confer with G. Ehrhard regarding documentation requiring D. Wehrle's signature and other pre closing matters (.4); confer with D. Wehrle regarding status (.2).	01/16/09	KMB	0.90	216.00
Discuss status of closing with D. Hochman.	01/20/09	MBM	0.10	35.00
Review release of escrow agreement.	01/27/09	KMB	0.30	72.00
Confer with M. Merklin regarding status of HUD closing.	01/27/09	KMB	0.20	48.00
Communications with J. Bickett, G. Davis and E. Barnes regarding final approval from HUD and preparations for closing (.2); discuss with D. Wehrle (.1).	01/30/09	MBM	0.30	105.00
Communications with M. Merklin and G. Davis regarding final approval from HUD and preparations for closing.	01/30/09	KMB	0.20	48.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Communication from G. Davis regarding status of closing.	02/02/09	MBM	0.10	35.00
Discussions with E. Barnes and place call to G. Davis regarding status of closing and discuss with K. Bradley.	02/03/09	MBM	0.20	70.00
Brief discussion with D. Hochman regarding status.	02/04/09	MBM	0.10	35.00
Communications with G. Ehrhard regarding additional documentation necessary for closing.	02/04/09	KMB	0.20	48.00
Coordination of execution of documents for closing and verify delivery of escrow (.2); check status of closing (.1).	02/05/09	MBM	0.30	105.00
Communications and discussions with G. Ehrhard regarding additional documentation for execution in preparation for closing (.4); communication to D. Wehrle regarding same (.1).	02/06/09	MBM	0.50	175.00
Confer with G. Ehrhard regarding additional documentation for execution in preparation for closing.	02/06/09	KMB	0.30	72.00
Communication with D. Wehrle regarding closing status.	02/06/09	KMB	0.20	48.00
Communications with Stietz firm and with escrow agent regarding status of closing.	02/09/09	MBM	0.20	70.00
Communications with M. Merklin, B. Goodrich and G. Davis regarding status of closing and potential actions if closing does not occur (.4); research grounds for seeking order in aid of administration (.7); review release of escrow agreement and comment to G. Ehrhard (.4).	02/10/09	KMB	1.50	360.00
Continue work in preparation for closing including communication with counsel for Orion regarding closing statement (.3); review closing statement and request information on transfer taxes (.2).	02/11/09	MBM	0.50	175.00



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Review closing statement.	02/11/09	KMB	0.40	96.00
Additional communications with G. Ehrhard regarding closing on sales transaction involving Orion.	02/12/09	MBM	0.10	35.00
Communication with G. Ehrhard regarding closing statement.	02/12/09	KMB	0.30	72.00
Brief communication with K. Bradley regarding status on transfer of properties to Orion.	02/13/09	MBM	0.10	35.00
Review revised closing statement.	02/13/09	KMB	0.20	48.00
Discussions with G. Davis and K. Bradley regarding status of closing and request for conference before Judge Shea-Stonum.	02/17/09	MBM	0.30	105.00
Review amended closing statement.	02/18/09	MBM	0.10	35.00
Communication with A. Backenroth regarding status of plan closing related to a client of his having interest in purchasing assets.	02/24/09	MBM	0.10	35.00
Confer with G. Ehrhard regarding Orion note and post closing documents.	03/04/09	KMB	0.20	48.00
Confer with M. Merklin regarding status on HUD transfer of properties to Orion.	03/13/09	KMB	0.20	48.00
<b>RE: BENESCH FRIEDLANDER CLAIMS</b>				
Receipt and review of letter from counsel for Benesch Friedlander and brief review of documents produced in connection with subpoena related to claims.	11/13/08	MBM	0.30	102.00
Begin review of Benesch document production.	11/17/08	KMB	1.30	292.50





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Conference with S. Tigges regarding Benesch compilation of documents for production and possible negotiations over treatment of Benesch claims and possible resolution of authoritative claims against Benesch (.3); review materials and notes in connection with assertion of potential claims (.3).	11/18/08	MBM	0.60	204.00
Conference with M. Merklin regarding Benesch claim and discussions with S. Tigges.	11/18/08	KMB	0.30	67.50
Continue to review issues regarding possible offer on resolution of Benesch claims including discussions with K. Bradley.	11/19/08	MBM	0.20	68.00
Review communication from S. Tigges representing Benesch Friedlander and accompanying documents.	11/24/08	MBM	0.30	102.00
Discussions with S. Tigges and L. Mazur regarding documentation in connection with settlements involving Benesch Friedlander and negotiated claims.	11/25/08	MBM	0.20	68.00
Discussions with S. Tigges and prepare letter forwarding copies of deposition transcripts in connection with analysis of potential claims.	11/26/08	MBM	0.20	68.00
Receipt and review of documents received from S. Tigges regarding Benesch Friedlander and potential claims and review same.	12/29/08	MBM	0.70	238.00
Initial review of documents received from S. Tigges regarding Benesch Friedlander and discuss with M. Merklin.	12/29/08	KMB	0.70	157.50
Discussions with D. Hochman regarding investigation of Benesch claims.	01/09/09	MBM	0.30	105.00



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Review notice of withdraw of representation filed by Benesch Friedlander.	02/27/09	MBM	0.10	35.00
<b>RE: BROUSE MCDOWELL EMPLOYMENT/FEE APPS.</b>				
Work on interim fee application for Royal Manor Management Creditors Committee.	11/13/08	MBM	1.30	442.00
Work on Brouse McDowell first interim fee application including preparation of narrative.	11/14/08	MBM	1.00	340.00
Prepare first interim fee application and exhibits.	11/14/08	TMP	1.40	196.00
Work on Brouse McDowell interim fee application.	11/17/08	MBM	0.30	102.00
Review fee application.	11/17/08	KMB	0.30	67.50
Work on first interim fee application (.3); prepare notice of hearing (.2).	11/17/08	TMP	0.50	70.00
Revise first interim fee application and prepare exhibits (.8); prepare certificate of service (.2); file fee application, notice of hearing and certificate of service in each case and oversee service of same (1.8); review message from U.S. Trustee's office and handle request for copy (.2).	11/18/08	TMP	3.00	420.00
Review docket for any objections or comments relating to fee application and follow up with M. Merklin.	12/10/08	TMP	0.20	28.00
Review hearing agenda (.1); prepare proposed order for first interim fee application (.3).	12/15/08	TMP	0.40	56.00
Telephone conference with M. Merklin regarding fee application (.1); upload fee order to court (.1).	12/16/08	TMP	0.20	28.00
Review and respond to email from M. Merklin regarding fees approved.	02/09/09	TMP	0.10	14.50



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Follow up with K. Bradley regarding final fee application.	03/31/09	TMP	0.20	29.00
<b>RE: BUSINESS OPERATIONS</b>				
Review debtor in possession reports.	11/28/08	MBM	0.20	68.00
Communication from K. Goodman and communication to M. Neiman regarding operating reports.	01/06/09	MBM	0.10	35.00
Review operating reports.	01/27/09	KMB	0.30	72.00
Various communications with J. Levinson and M. Neiman regarding Ohio Department of Job and Family Services and potential claims.	02/27/09	MBM	0.30	105.00
<b>RE: CASE ADMINISTRATION</b>				
Review ECF notice lists and dockets in each case for notices of appearance and update service list.	11/05/08	TMP	0.30	42.00
Prepare notice of filing rule 2002 service list (.2); file notice in each case (.2); oversee service of same (.1).	11/06/08	TMP	0.50	70.00
Obtain and review pro hac vice motion.	11/11/08	TMP	0.20	28.00
Update service list and re-format to comply with Court's new requirements.	11/12/08	TMP	0.30	42.00
Communications with U.S. Trustee regarding post confirmation U.S. Trustee fees.	12/05/08	MBM	0.30	102.00
Review each case docket and update Rule 2002 service list (.3); prepare notice of filing of Rule 2002 service list (.2); file notice in each case (.2); oversee service of same (.2).	12/09/08	TMP	0.90	126.00
Brief conference with creditor regarding status.	12/18/08	MBM	0.10	34.00



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Review case dockets and update service list (.3); follow up with L. Mazur regarding same (.1).	01/08/09	TMP	0.40	58.00
Prepare notice of filing rule 2002 service list (.2); file notice with court in each case (.2).	01/13/09	TMP	0.40	58.00
Compilation of list of post-confirmation issues for D. Wehrle including matters related to transfer of assets, claims administration, asset disbursement and business records.	02/05/09	MBM	1.20	420.00
Meeting with D. Wehrle to sign and notarize documents.	02/05/09	JEP	0.40	106.00
Research the process for the liquidating trustee to replace a lost or stolen title of vehicles (.7); research the process to find the titled owner of the vehicles and have various communications with the Ohio BMV about the process and forms to file (.9); fill out the BMV 1173 forms to request information on the titled owners of the vehicles (.6); confer with M. Merklin regarding the process (.1).	02/05/09	BAF	2.30	333.50
Email K. Bradley current ECF service list.	02/17/09	TMP	0.20	29.00
Review title information received from the BMV (.2); email to M. Merklin regarding records missing for certain VIN numbers (.1).	02/18/09	BAF	0.30	43.50
Brief conference with R. Ferrell representing Dessler Klein regarding status including possibility of distributions.	02/23/09	MBM	0.10	35.00
Review status report and update service list (.2); file report with court (.1); oversee service of same (.1); update service list (.2); review February 24th hearing agenda (.1); obtain copies of all status reports filed (.2); follow up with M. Merklin (.1).	02/23/09	TMP	1.00	145.00



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Confer with creditor regarding status of closing and anticipated distribution timing.	02/25/09	KMB	0.20	48.00
Review hearing notices and docket dates.	02/25/09	TMP	0.20	29.00
<b>RE: CASH COLLATERAL AND DIP FINANCING</b>				
Communications regarding cash collateral and budget issues.	11/04/08	KMB	0.40	90.00
Attention to payment of escrow funds to mortgage holders.	11/05/08	KMB	0.30	67.50
Review various communications and consents regarding use of cash collateral and forward approval.	11/06/08	MBM	0.20	68.00
Review email communication from S. Granger regarding proposed disbursement of funds received and forward approval on behalf of creditors committee.	12/01/08	MBM	0.10	34.00
Review and respond to email communication from S. Granger regarding proposed disbursement of funds received.	12/01/08	KMB	0.10	22.50
Discussions with B. Goodrich regarding use of cash collateral and review status of current order.	12/02/08	MBM	0.20	68.00
Discussions with M. Merklin regarding current status of cash collateral issue and related rent issues.	12/02/08	KMB	0.20	45.00
Communication from M. Neiman regarding cash collateral and review communication from title agency regarding disbursement of all funds except to debtor.	12/03/08	MBM	0.10	34.00
Various communications with B. Goodrich and M. Neiman regarding cash collateral.	12/08/08	MBM	0.20	68.00



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Review budget provided by M. Neiman (.1); brief communication with B. Goodrich and with M. Neiman regarding same (.1).	12/11/08	MBM	0.20	68.00
Communication from M. Neiman and review budget for operations for January.	01/02/09	MBM	0.20	70.00
Communications with D. Wehrle and from M. Molinaro regarding payment on January 1 rental.	01/05/09	MBM	0.20	70.00
Communications with M. Neiman regarding cash collateral and status of post petition rent payments.	01/06/09	MBM	0.20	70.00
Communication with M. Neiman regarding status of budget and use of cash pending closing.	01/09/09	MBM	0.10	35.00
Communications with M. Neiman regarding payments by Orion under lease and status of proposed use of cash collateral.	01/19/09	MBM	0.20	70.00
Discussions with J. Levinson regarding status of business operations for Royal Manor including issues related to termination of employees based on inability to pay for services.	01/26/09	MBM	0.20	70.00
Review communications with M. Molinaro and M. Neiman regarding lease payments from Orion and related issues.	02/18/09	MBM	0.20	70.00
Review communication between M. Molinaro and M. Neiman regarding lease payments from Orion and related issues.	02/18/09	KMB	0.20	48.00
Brief communication from B. Goodrich to M. Neiman regarding rents.	02/27/09	MBM	0.10	35.00
Communications with M. Neiman and B. Goodrich regarding use of cash collateral and rent payment issues.	03/02/09	MBM	0.20	70.00



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Confer with B. Goodrich and M. Merklin regarding cash collateral issues, including payment of rents (.3); review communication from M. Neiman regarding same (.2).	03/02/09	KMB	0.50	120.00
<b>RE: CLAIMS ADMINISTRATION AND OBJECTIONS</b>				
Telephone conference with L. Mazur regarding hearing on Pilla objection (.2); additional telephone conference with L. Mazur regarding document needed for Dessler/Klein hearing on objection (.1); oversee service of orders sustaining Gordon and BankFirst objections (.2); prepare certificate of service for orders (.3).	11/03/08	TMP	0.80	112.00
Participate in telephonic prehearing on Pilla claim.	11/04/08	KMB	0.30	67.50
Review exhibits to Dessler/Klein objections (.3); conference with L. Mazur regarding certified copies of same (.1); filed certificate of service with court (.2).	11/04/08	TMP	0.60	84.00
Confirm with K. Bradley documents needed for Klein/Dessler hearing.	11/05/08	TMP	0.10	14.00
Communication with counsel for Gordon's regarding order disallowing claim.	11/09/08	MBM	0.10	34.00
Communication from D. Grossman regarding Gordon motion to vacate.	11/09/08	KMB	0.30	67.50
Brief discussion with K. Bradley regarding Gordon claim.	11/10/08	MBM	0.10	34.00
Attention to Gordon claim.	11/10/08	KMB	0.50	112.50
Review motion to vacate order sustaining objection to Gordon claim (.8); discuss with M. Merklin (.1).	11/10/08	KMB	0.90	202.50
Communication with K. Bradley regarding Gordon motion to vacate order and strategies for addressing.	11/11/08	MBM	0.30	102.00



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Review and analyze the Gordons' motion to vacate the order disallowing their claim (.2); docket check concerning the notices filed regarding objection and hearing date (.1); research concerning the cases cited by the Gordons and the issue of excusable neglect (.7).	11/11/08	LMM	1.00	225.00
Obtain and review motion to vacate order disallowing the Gordon claim (.2); review original notice and amended notice of objection (.1); follow up with K. Bradley (.1); review docket for hearing date(s) on claims objections (.2).	11/11/08	TMP	0.60	84.00
Detailed review of response to claims objection filed by Dessler and Klein and discuss with L. Mazur.	11/14/08	MBM	0.60	204.00
Review Gordons' motion for order vacating the disallowance of their claim and begin drafting response (2.1); research concerning personal liability where the agency relationship is not disclosed (.3).	11/14/08	LMM	2.40	540.00
Review the response of Klein/Dessler (.1); review and revise response to Gordons' motion to vacate order disallowing their claim (3.8).	11/17/08	LMM	3.90	877.50
Continued review of Gordons' motion seeking an order vacating the disallowance of their claim and supporting affidavit (.3); continued research regarding the issues of notice and due process (.7); review and revisions to brief opposing the Gordons' motion (1.0).	11/19/08	LMM	2.00	450.00
Research, review and revise the brief opposing the Gordons' motion requesting court vacate its order disallowing their claim in relation to the issues of the Pioneer test of excusable neglect and the substantive basis to deny the claim.	11/20/08	LMM	1.80	405.00
Final revisions to response to Gordon motion to vacate.	11/20/08	KMB	0.50	112.50





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Royal Manor Management, Inc. Creditors Committee  
Invoice No. 181470/372815  
Client No. 23756  
April 17, 2009

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Revise brief in opposition to reflect updated service list.	11/20/08	TMP	0.20	28.00
Follow up on pro hac vice motion filed by Gordons' attorney.	11/20/08	TMP	0.10	14.00
Review court orders concerning the hearing on November 25, 2008 and Orion's objection to LaSalle's claim for attorney fees and costs.	11/21/08	LMM	0.10	22.50
Obtain November 25th hearing agenda (.1); organize documents needed for hearing and follow up with M. Merklin (.2).	11/21/08	TMP	0.30	42.00
Review reply brief filed by and on behalf of Gordon (.2); brief communication from R. Ferrell regarding Dessler and Klein claim (.1); meet with L. Mazur and prepare for hearing on claims objections (.5).	11/24/08	MBM	0.80	272.00
Review and prepare for hearings on Gordon motion to vacate order disallowing claim, objections on the five Klein/Dessler claims, and Hillcrest motion to file its claim past bar date (3.0); telephone conferences with counsel for Pillas concerning documentation to support their claim and continuing hearing on objection to their claim (.2); review all matters set for hearing on November 25, 2008 and prepare hearing agenda (.6); review and analyze Gordons reply memorandum (.3); telephone conference with counsel for LaSalle questioning whether hearing relating to Orion Objection to LaSalle claim is going forward on November 25, 2008 (.1); conference with M. Merklin concerning issues, arguments and strategy on hearings relating to Hillcrest, Gordon and Klein/Dessler (.2); research concerning case law cited in Gordons' response brief (.7).	11/24/08	LMM	5.10	1,147.50



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Conference with L. Mazur regarding Pilla claim (.3); review Gordon reply (.4).	11/24/08	KMB	0.70	157.50
Review various transfer of claim notices.	11/24/08	KMB	0.20	45.00
Obtain copy of reply filed by the Pillas (.1); obtain updated hearing agenda (.1); follow up with L. Mazur (.1); review agenda and follow up with L. Mazur (.2).	11/24/08	TMP	0.50	70.00
Meet with L. Mazur in preparation for hearings on various claims including discussions with J. Ehrman and review claims regarding Hillcrest.	11/25/08	MBM	0.30	102.00
Review additional documents received concerning the Hillcrest settlement and review documents concerning period of goods/services provided by Hillcrest (.5); review and analyze the affidavit submitted by G. Gordon (.3); attend the hearing on the Klein/Dessler objection, the Hillcrest motion to submit a proof of claim after bar date, and Gordons motion for order vacating the entry disallowing their claim (2.2); research concerning the court established dates and deadlines and further strategy (.3).	11/25/08	LMM	3.30	742.50
Conference with L. Mazur regarding hearings on claims objections.	11/25/08	KMB	0.50	112.50
Brief communication with L. Mazur regarding depositions and other discovery needed in connection with Gordon motion to vacate.	11/26/08	MBM	0.10	34.00



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Confer with M. Merklin concerning the hearing on the Klein/Dessler claims, Hillcrest motion and Gordons' motion (.1); review file concerning further strategy and discovery needed regarding same (.4); letter to counsel for Klein/Dessler requesting documentation of the loan relating to and payment of the National City Bank debt (.2); letter to counsel for the Gordons confirming depositions of Gordons will be taken in Akron, and regarding acceptance of subpoenas, confirming that depositions will be on the notice issue and those matters raised in the Gordons' motion, and requesting production of original powers of attorneys (.4).	11/26/08	LMM	1.10	247.50
Review letter from counsel for Gordons concerning Mr. Gordons' medical condition, requesting that he be deposed once or by telephone and requesting dates for the deposition (.1); revise letter to counsel for Gordons concerning depositions (.1); review letter from counsel for Pillas concerning their settlement demand and reasons supporting the same (.1); review and analyze the supporting documents produced by Pillas noting deficiencies in the same (.6).	12/01/08	LMM	0.90	202.50
Brief review of documents provided by F. Schweig in support of Pilla claim (.3); discuss with L. Mazur (.2).	12/01/08	KMB	0.50	112.50
Communications with R. Ferrell regarding Dessler Klein claim including payment to National City Bank (.1); discuss with D. Hochman (.2).	12/02/08	MBM	0.30	102.00
Brief discussion with L. Mazur regarding Gordon discovery in connection with motion to vacate order disallowing claim.	12/02/08	MBM	0.10	34.00



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Research concerning the deposition of counsel for the creditors committee (.2); letter to opposing counsel in response to his request to depose a member of this firm and agreeing to depose Mr. Gordon via teleconferencing (.2).	12/02/08	LMM	0.40	90.00
Brief communication with L. Mazur regarding Gordon claim and request for deposition of Brouse McDowell.	12/03/08	MBM	0.10	34.00
Review and revise letter to counsel for Gordons concerning the depositions of Mr. Gordon and a Rule 30(b)(6) representative of this office (.3); review email from counsel for Dessler/Klein concerning the court's suggestion that their claim be substituted for National City Bank and review the supporting documentation regarding same in terms of the note and loan document (.3); review email from counsel for the Gordons concerning the deposition of the firm Rule 30(b)(6) representative (.1); confirm with M. Merklin concerning those parties involved in settlement negotiations (.1); revisions to letter to counsel for the Gordons concerning the individuals who have discussed settlement with members of the firm (.2); review email from counsel for Hillcrest concerning an entry to approve the filing of their proof of claim (.1); review and analyze the proposed entry of counsel for Hillcrest (.1).	12/03/08	LMM	1.20	270.00
Confer with J. Ehrman regarding Hillcrest claim.	12/03/08	KMB	0.20	45.00
Review communication to D. Grossman regarding Gordon discovery.	12/03/08	KMB	0.10	22.50
Obtain hearing notices and docket deadlines (.3); obtain copies of notices of transfers of proofs of claim (.5).	12/03/08	TMP	0.80	112.00



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Further review and analysis of the order proposed by Hillcrest (.1); emails to and from counsel for Hillcrest regarding proposed changes to the order and questions concerning certain aspects of the order (.2); review email from counsel for Hillcrest responding to the questions regarding the order (.1); review the revised order incorporating the requested changes (.1); multiple emails to and from counsel for Hillcrest concerning the amount of time for filing the claim and objections and incorporating the same into the order (.1).	12/04/08	LMM	0.60	135.00
Obtain copies of documents needed for Gordon claim objection and follow up with L. Mazur (.2); obtain and review scheduling order for same (.2).	12/04/08	TMP	0.40	56.00
Conference with L. Mazur regarding Gordon claim objection and needed discovery.	12/05/08	KMB	0.30	67.50
Review file concerning the Gordons' deposition (.1); email to counsel for the Gordons again requesting deposition dates (.1); telephone conferences with counsel for the Pillas concerning the documentation on their claim damages and possible resolution (.2).	12/08/08	LMM	0.40	90.00

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Telephone conference with D. Grossman concerning the deposition of the Gordons and his request for a rule 30(b)(6) deposition of a member of our office and issues relating to the same (.3); prepare file memo to memorialize the conversation (.1); file study concerning the documentation to support the Pilla claim and confer with K. Bradley concerning the same (.1); review email from counsel for Pilla concerning the breakdown of damages claim and prepare email to counsel for Pilla rejecting the settlement proposal and outlining the documentation needed to properly evaluate the claim (.3); review and analyze the emergency motion of the Gordons (.3).	12/09/08	LMM	1.10	247.50
Confer with L. Mazur regarding Gordon depositions.	12/09/08	KMB	0.20	45.00
Obtain copy of emergency motion filed by the Gordons (.2); follow up with L. Mazur (.1).	12/09/08	TMP	0.30	42.00
Brief conference with L. Mazur regarding motion filed by Gordons in connection with discovery disputes.	12/10/08	MBM	0.10	34.00
Review email from counsel for the Gordons concerning the continued dispute over the rule 30(b)(6) deposition of counsel for the committee (.1); prepare email to counsel for the Gordons responding to the same (.2); review, analyze and prepare outline of key points concerning the brief opposing the Gordons' request to depose counsel for the committee (.9); research concerning cases that would support the same (2.0); draft response to the Gordons' emergency motion concerning the deposition of counsel for the committee (1.9); confer with K. Bradley concerning strategy and issues relating to the same (.1); telephone conference with a court reporter concerning the video-conferencing deposition of Mr. Gordon (.1).	12/10/08	LMM	5.30	1,192.50



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Several communications with L. Mazur and review communications with counsel for Gordon regarding proposed depositions.	12/11/08	MBM	0.20	68.00
Review email from counsel for the Gordons regarding the emergency motion and continued dispute regarding depositions (.1); prepare response to the same advising that a notice of deposition and subpoena would be issued (.4); prepare notice of deposition for Gertrude Gordon and her husband (.4); review email from opposing counsel concerning the possibility of reserving two consecutive dates for depositions (.1); telephone conferences with counsel for the Gordons regarding the same (.2); revisions to the brief opposing the emergency motion of the Gordons (2.2).	12/11/08	LMM	3.40	765.00
Obtain copies of transfers of claim filed with the court.	12/11/08	TMP	0.30	42.00
Communications with L. Mazur regarding deposition dispute with Gordons' counsel and brief review of response to motion for deposition of Brouse McDowell.	12/12/08	MBM	0.20	68.00
Revisions to the brief opposing the emergency motion of the Gordons (2.0); letter to counsel for Pilla regarding the continued disagreement over the production of documents proving the claim damages (.2); telephone conference with counsel for the Gordons concerning the scheduling of depositions, emergency motion, and his request that this office produce documents relating to the same (.4); revise the notice of deposition concerning G. Gordon and her husband (.2).	12/12/08	LMM	2.80	630.00
Review various claim assignments.	12/12/08	KMB	0.20	45.00



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Revise certificates of services on brief opposing Gordon emergency motion and notice of deposition (.3); file documents with court (.2); oversee service of same (.2).	12/12/08	TMP	0.70	98.00
Review reply brief filed by Gordon in connection with motion to vacate order disallowing claim.	12/15/08	MBM	0.30	102.00
Review and analyze 21 notices of transfer of claims (.4); file study concerning the counsel representing G. Gordon and their motion to compel (.1).	12/15/08	LMM	0.50	112.50
Review Gordons reply to claim objection and discuss with L. Mazur.	12/15/08	KMB	0.50	112.50
Confer with M. Merklin regarding status of matters on docket for 12/16 hearing (.2); confer with J. Zurn regarding Court's wish to consider Gordon claim at hearing (.2); confer with L. Mazur regarding same (.3).	12/15/08	KMB	0.70	157.50
Communications with L. Mazur and attend hearing on motion to compel in connection with Gordon claim.	12/16/08	MBM	0.30	102.00
Review LaSalle's notice of appeal (.1); review LaSalle's election to have the district court hear the appeals (.1); review the response brief filed by the Gordons (.4); file study and preparation for the hearing on the emergency motion and motion to compel filed by the Gordons (.6); confer with M. Merklin regarding the same and discuss hearing strategy (.2); attend the hearing (2.1); file management concerning court order dates and deadlines in relation to the Gordons' claim (.2).	12/16/08	LMM	3.70	832.50
Confer with L. Mazur regarding Court's directives in respect of Gordon discovery dispute.	12/16/08	KMB	0.20	45.00





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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review the court rules requirements and procedures concerning the issuance of subpoenas (.6); draft a trial and deposition subpoena for S. Schwartz (.5); telephone conference with D. Grossman concerning the depositions, written discovery, deposition protocol, payments pursuant to the plan and related matters (.5); confer with M. Merklin concerning deposition strategy (.1); draft written discovery to the Gordons (1.1).	12/17/08	LMM	2.80	630.00
Draft discovery to Gordons (2.4); telephone conference with counsel for Gordons concerning scheduling of their deposition and other matters related to discovery (.2); telephone conference with counsel for S. Schwartz regarding scheduling of her deposition (.1); draft stipulated discovery order (.5); confer with counsel for Gordons concerning same, to further discuss scheduling of depositions and exchange of discovery (.1); review email from D. Grossman concerning proposed changes to stipulated order (.3); telephone conference with D. Grossman regarding same (.1).	12/18/08	LMM	3.70	832.50



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Review email of D. Grossman concerning changes to the discovery order and revise the discovery order (.2); revise the interrogatories and request for production of documents to the Gordons, drafting of the interrogatories and request for production of documents to S. Schwartz and Darlington (3.3); prepare notice of service concerning all written discovery (.2); prepare the deposition notice concerning the Gordons' depositions (.2); telephone conference with counsel for S. Schwartz concerning an alternate date for her deposition (.1); telephone conference with D. Grossman concerning the depositions and discovery order (.2); review 3 additional emails from D. Grossman concerning additional changes to the discovery order (.1); telephone conference with D. Grossman to finalize the discovery order (.1).	12/19/08	LMM	4.40	990.00
Review discovery requests directed towards Gordons and discuss briefly with L. Mazur.	12/19/08	KMB	0.50	112.50
Attention to claim transfers.	12/19/08	KMB	0.20	45.00
Revise order regarding Gordon claim and follow up with L. Mazur.	12/19/08	TMP	0.30	42.00



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Revise the discovery to the Gordons, Schwartz and Darlington to request specific information and documentation concerning the accounts from which the Gordons' money was transferred and the accounts into which the Gordons' money was transferred (.6); letter to counsel for the Gordons concerning the interrogatories and request for production of documents propounded to the Gordons (.2); letter to counsel for Schwartz concerning the interrogatories and request for production of documents propounded to Schwartz (.2); letter to counsel for Darlington concerning the interrogatories and request for production of documents propounded to Darlington (.2).	12/22/08	LMM	1.20	270.00
Review LaSalle response to Orion claim objection.	12/22/08	KMB	0.40	90.00
Follow up with L. Mazur regarding order (.1); upload order relating to Gordon discovery (.1).	12/22/08	TMP	0.20	28.00



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Multiple emails to and from counsel for S. Schwartz concerning the scheduling of her deposition (.2); email to counsel for S. Schwartz and counsel for Darlington concerning the deposition of S. Schwartz both individually and as a Rule 30(b)(6) representative of Darlington concerning the Gordon claim (.1); finalize the discovery to the Gordons, S. Schwartz and Darlington (1.0); multiple emails to counsel for the Gordons, S. Schwartz and Darlington concerning the written discovery propounded for response by their respective clients (.7); review email from counsel for S. Schwartz confirming that she will appear for deposition on January 29 (.1); email to counsel for S. Schwartz questioning if he will accept service of a subpoena on her behalf and review email from counsel agreeing to the same (.1); email to counsel for Darlington requesting that S. Schwartz submit to a deposition on the same date as a Rule 30(b)(6) representative of Darlington (.1).	12/23/08	LMM	2.30	517.50
Confer with L. Mazur regarding discovery directed at Schwartzes (.4); review communication with J. Levinson regarding same (.2).	12/23/08	KMB	0.60	135.00
Follow up with L. Mazur regarding service of discovery documents (.1); revise notice of deposition (.1); file notice of deposition and notice of discovery documents in each case (.3); oversee service of same (.3).	12/23/08	TMP	0.80	112.00



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Emails to and from counsel for S. Schwartz concerning her responses to written discovery deadline (.2); review notice that order shortening time to respond to discovery concerning the Gordons' claim has been entered (.1); review email from counsel for S. Schwartz stating additional time would be needed to respond to discovery (.1); review email from counsel for Gordons requesting opportunity to amend claim and reasons supporting same (.2); emails to and from M. Merklin concerning the Gordons' request and response to same (.1); email to counsel for Gordons stating Committee would not agree to allow claim to be amended (.1).	12/24/08	LMM	0.80	180.00
Review email from counsel for S. Schwartz again requesting additional time to respond to written discovery and questioning why his request made the prior afternoon was not yet responded to.	12/25/08	LMM	0.10	22.50
Telephone conference with counsel for S. Schwartz concerning the time to respond to written discovery concerning the Gordons' claim, the depositions of S. Schwartz and the Rule 30(b)(6) deposition of Darlington, and S. Schwartz's recollection that the transaction with the Gordons was an equity investment and the reasons for the same (.4); email to counsel for Darlington to request the identity of the Rule 30(b)(6) representative of Darlington and whether he will accept service of the subpoena to the same (.1).	12/26/08	LMM	0.50	112.50
Communication from R. Ferrell regarding Dessler & Klein subrogation claim (.1); brief discussion with L. Mazur regarding same (.1).	12/29/08	MBM	0.20	68.00



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Telephone conference with the office of counsel for the debtor concerning responses to written discovery and depositions (.1); telephone conference with counsel for S. Schwartz concerning her responses to written discovery and the time to respond to the same (.4); confer with M. Merklin concerning the response to the request of counsel for Dessler/Klein to be substituted for National City Bank, and request of counsel for S. Schwartz for additional time to respond to written discovery (.1); telephone conference with counsel for S. Schwartz to confirm the agreement concerning the time to respond to written discovery (.1); email to counsel for Darlington concerning service of the subpoena upon the Rule 30(b)(6) representative (.1).	12/29/08	LMM	0.80	180.00
Review multiple court notices of hearing dates/change in hearing dates and transfers of claims (.1); telephone conference with the office of counsel for Dessler/Klein concerning the proposed substitution for the National City Bank claim (.1); letter to counsel for S. Schwartz confirming the agreement that had been reached concerning the responses to written discovery and request for confirmation of the same by return email (.3); file study and preparation of the notice of deposition of the rule 30(b)(6) representative of Darlington (1.0); emails to and from counsel for S. Schwartz concerning the agreement regarding her responses to written discovery (.2); emails to and from counsel for Darlington concerning his agreement to allow J. Levinson to accept service of the subpoena for the Darlington representative (.1).	12/30/08	LMM	1.80	405.00



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Prepare the exhibits to the deposition subpoenas to S. Schwartz and the Rule 30(b)(6) representative of Darlington (1.0); finalize the deposition subpoenas (.3); revise the notice of deposition concerning the Rule 30(b)(6) representative of Darlington (.5); letter to J. Levinson concerning the service of the subpoenas for the deposition of S. Schwartz and the Rule 30(b)(6) representative of Darlington per agreements reached with counsel (.3); review email from counsel for S. Schwartz further clarifying her response and response time to the request for production of documents (.1).	12/31/08	LMM	2.20	495.00
Meet with L. Mazur and review draft letters regarding discovery disputes with counsel for Gordons.	01/05/09	MBM	0.20	70.00



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Review email from counsel for Gordons concerning interrogatories, documents production, depositions of Gordons, depositions of S. Schwartz and Darlington representative, and protective order concerning income tax returns (.1); review and analyze Gordons' proposed protective order (.2); file study concerning discovery orders on Gordons' claim, discovery propounded to Gordons and prepare an email in response to multiple issues and concerns raised in email from counsel for Gordons (1.0); research Rule 11 sanctions (.1); review email from counsel for Gordons proposing to send all known documents responsive to court order today but requesting four additional days to respond to interrogatories (.1); telephone conference with counsel for Gordons concerning same, to discuss manner in which S. Schwartz and Rule 30(b)(6) representative of Darlington will be deposed, and finalizing protective order (.3); review email from counsel for Dessler/Klein concerning resolution of NCB issues and telephone conference to office of counsel concerning same (.1); email to counsel for Gordons to confirm income tax records will be expected on January 9th even if stipulated protective order is not approved by Judge as of that date (.1).	01/05/09	LMM	2.00	450.00
Follow up with L. Mazur regarding filing of notices of deposition and service of same (.2); revise same (.2); file notices with court and oversee service (.4).	01/05/09	TMP	0.80	116.00





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Royal Manor Management, Inc. Creditors Committee  
Invoice No. 181470/372815  
Client No. 23756  
April 17, 2009

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
File study, analyze and revise the protective order concerning the Gordons' income tax returns (1.5); review email from counsel for the Gordons concerning the agreement reached concerning their discovery responses and production of documents and review additional documents produced by the Gordons in support of their claim (.3); confer with M. Merklin regarding the protective order and the newly produced documents (.1); telephone conference with counsel for Dessler/Klein concerning their substitution for the National City Bank claim (.1).	01/06/09	LMM	2.00	450.00
Review email from counsel for Gordons objecting to committee's suggestions to protective order (.1); emails to counsel requesting a conference call to discuss same (.1); review proof of claim of Hillcrest (.1); telephone conference with counsel for Gordons to discuss protective order and the handling of income returns during depositions, in court pleadings, and during trial (.5); further revisions to protective order and include an acknowledgment to be executed by individuals reviewing tax returns (.4); research regarding defensive of accord and satisfaction (.7); review Hillcrest settlement documents and draft objection to Hillcrest claim (1.3).	01/07/09	LMM	3.20	720.00
Continued review of and revisions to the objection to the proof of claim of Hillcrest and prepare a notice of filing the same (1.4); telephone conference to the office of counsel for Hillcrest requesting copies of all supporting invoices (.1).	01/08/09	LMM	1.50	337.50
Conference with D. Grossman regarding production of documents in connection with Gordon claim.	01/09/09	MBM	0.10	35.00



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<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review email from counsel for the Gordons concerning his proposed changes to the protective order and analyze the same (.2); revise the protective order to address the issues and concerns raised by counsel (.4); email to counsel concerning his proposed revisions and response to the same (.2); review and revise the objection to the Hillcrest claim and prepare exhibits in support (.7); review email from counsel for the Gordons with further requested changes to the protective order (.1); email to counsel responding to the same (.1); further revisions to the protective order (.1); email the final protective order to counsel for the Gordons' indicating approval and requesting that he file the proposed order with the court for approval (.1).	01/09/09	LMM	1.90	427.50
Review and edit objection to proof of claim.	01/09/09	AET	0.20	28.00
Review discovery responses filed by Gordons and discuss with L. Mazur.	01/12/09	MBM	0.20	70.00



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Emails to and from counsel for Gordons concerning status of submission of protective order and to confirm that this firm will be bound by the terms of the protective order pending its approval (.2); review matters concerning strategy for hearing on Gordon' claims (.3); review, analyze and summarize Gordons' answers to interrogatories and request for production of document noting potential deposition questions in relation to same (2.4); telephone conference with counsel for Schwartzes concerning their responses to discovery and production of documents (.1); review email from counsel for S. Schwartz concerning her responses to discovery (.1); review and analyze discovery responses of S. Schwartz (.2); email to counsel for S. Schwartz requesting a conference to discuss deficient responses (.1); email to M. Neiman advising that Darlington's response to discovery are tardy and requesting conference to discuss same (.1).	01/12/09	LMM	3.50	787.50
Review discovery responses received from Gordons and communication from J. Levinson regarding discovery responses (.1); discuss with L. Mazur (.1).	01/13/09	MBM	0.20	70.00
Review communications from department of job and family services regarding Maple Care Center and property owned by bankruptcy estate (.1); forward to B. Goodrich and G. Davis (.1); brief communication with K. Bradley regarding same (.1).	01/13/09	MBM	0.30	105.00



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Review file regarding Dessler/Klein claim and resolution of same, and emails to and from M. Merklin regarding same (.2); email to counsel for Darlington requesting overdue discovery responses (.1); telephone conference with counsel for S. Schwartz to discuss deficiencies in discovery responses and attempt to resolve issues without court intervention (.5); telephone conference with counsel for Gordons to discuss deposition of S. Schwartz/Darlington representative and discovery responses (.4); review email from counsel for S. Schwartz advising that he will request that she further reflect on discovery responses (.1); telephone conference with counsel for Gordons concerning handling of deposition of S. Schwartz (.2); telephone conference with M. Neiman concerning failure of Darlington to provide discovery responses, explaining that the responses have become more significant since the responses of S. Schwartz were not complete, and that it is not necessary for Darlington to produce documents already produced by Schwartz and his commitment to look into issue of Schwartz discovery responses (.2); telephone conference with counsel for Dessler/Klein to confirm necessary points which must be addressed to substitute Dessler/Klein for the NCB scheduled claim (.2).	01/13/09	LMM	1.90	427.50
Review motion to amend Gordon claim and discuss with L. Mazur.	01/13/09	KMB	0.40	96.00
Review and analyze Gordon discovery documents to prepare for depositions.	01/13/09	BAF	2.10	304.50



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Telephone conferences with counsel for the Gordons concerning the up coming depositions (.3); discovery received from Schwartz/Darlington, the proposed amendment to the proof of claim and hearing witnesses (.4); review the Gordons' emergency motion to amend their proof of claim (.3); research regarding the same (.7); begin drafting response to emergency motion (4.4); brief review of the documents produced by S. Schwartz in response to discovery (.2); emails to and from counsel for S. Schwartz to confirm that there will be additional documents being produced in response to discovery (.2).	01/14/09	LMM	6.50	1,462.50
Continue to review and analyze Gordon discovery documents to prepare for depositions.	01/14/09	BAF	2.40	348.00
Email to counsel for Darlington again requesting its responses to discovery and also a conference to discuss the same (.1); research concerning the time for response to the objection on Hillcrest and revise the notice of the objection (.2).	01/15/09	LMM	0.30	67.50
Obtain and review order revising deadlines for evidentiary hearing on Gordon matter (.1); docket same (.1).	01/15/09	TMP	0.20	29.00
Conference with L. Mazur regarding response to objection (.1); review local and federal rules regarding same (.4); follow up with L. Mazur (.2).	01/15/09	TMP	0.70	101.50
Review and analyze Gordon discovery documents in order to prepare for deposition regarding the money given as capital to Dani.	01/15/09	BAF	2.20	319.00
Confer with Laureena regarding bates labeling of documents (.1); prepare bates labels (.1).	01/15/09	JMB	0.20	28.00



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Review multiple emails from counsel for the Gordons concerning their W-2s/1099s and documents produced that were not legible (.2); telephone conference with the court's assistants concerning a hearing date of the Hillcrest objection (.1); review and summarize the documents received from Schwartz/Darlington (1.9); telephone conference with counsel for the Gordons concerning the Schwartz discovery responses and possible stipulations (.3).	01/16/09	LMM	2.50	562.50
Telephone conference with counsel for S. Schwartz to discuss the review/production of personal tax returns and the issues of the Darlington documents.	01/16/09	LMM	0.20	45.00
Review and summarize documents relating to claims from the Schwartzes, Gordons, Darlington and Dani.	01/16/09	BAF	1.40	203.00
Telephone conference with L. Mazur regarding notice of objection to Hillcrest claim (.1); telephone conference with Mary at court regarding hearing date and time (.1); follow up with L. Mazur (.1).	01/16/09	TMP	0.30	43.50
Review correspondence involving communications from Benesch Friedlander to Gordons on invalidity of loan claims and discuss status with L. Mazur (.3); review communications regarding documents to be produced by S. Schwartz (.4).	01/19/09	MBM	0.70	245.00
Review proposed objection to Hillcrest claim and communication to L. Mazur regarding same.	01/19/09	MBM	0.20	70.00
Brief discussion with L. Mazur regarding Dessler Klein claim and proposed agreement for stipulated order.	01/19/09	MBM	0.10	35.00



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Letter to counsel for Gordons forwarding documents received from S. Schwartz (.1); letter to counsel for S. Schwartz and Darlington requesting confirmation of issues relating to discovery responses and document production by Darlington (.2); telephone interview of J. Grisanti (.6); review email from counsel for Dessler/Klein concerning substitution for NCB claim and review of proposed order granting same (.2); docket check concerning scope of January 20th hearing (.1); review file concerning further bankruptcy hearing (.1); confirm with K. Bradley regarding production of additional documents on Pilla claim and position of counsel for Pilla (.1); telephone conference with counsel for Gordons to discuss handling of S. Schwartz deposition (.1); review email from counsel for Darlington confirming that its responses to discovery are identical to those of S. Schwartz (.1); confer with M. Merklin concerning the Gordons' claim, further needed discovery, review of Schwartzes income tax returns, production of additional documents of counsel for the Schwartzes and related items (.3); email to counsel for Dessler/Klein approving proposed order (.1); telephone conference with counsel for Schwartzes concerning review of their income tax returns (.1); file study and revisions to brief opposing motion of Gordons to amend claim (1.0).	01/19/09	LMM	3.10	697.50
Review Debtor's comments to Gordon discovery requests.	01/19/09	KMB	0.30	72.00
Review and summarize documents relating to claims from the Schwartzes, Gordons, Darlington and Dani.	01/19/09	BAF	4.50	652.50
Review objection to Hillcrest claim and communication with L. Mazur regarding same.	01/20/09	MBM	0.10	35.00



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Meet with L. Mazur and review relevant portions of income tax returns for D. Gordon and A. Gordon including K-1's received in 2004, capital contributions made to Darlington and Dani (.3); discuss with Attorney Grossman regarding Rule 11 issues and regarding production of documents (.3); review relevant provisions of Title 18 and prepare letter to Grossman regarding possible referral to United States Trustee and United States Attorney on false claims (.4).	01/20/09	MBM	1.00	350.00
Review and revise brief opposing Gordons' motion for leave to amend claim (.9); file study concerning hearing on Dessler/Klein claim and participate in telephonic hearing (.2); review file concerning deadline to file agreed order and email to K. Bradley and M. Merklin concerning same (.1); email to counsel for Dessler/Klein confirming his responsibility to obtain approval and signature of NCB and file agreed order by February 16, 2009 (.1); final review and finalize objection and notice of objection concerning Hillcrest claim (.3); review email from counsel for Dessler/Klein confirming his role to obtain the approval of NCB on agreed order (.1); prepare for deposition of Allison and David Gordon and begin to organize exhibits (2.5); confer with M. Merklin concerning tax records of Gordons reflecting that money was a capital investment not a loan and to discuss strategy concerning same, and telephone conference with D. Grossman to discuss this evidence of a fraudulent claim (.3); emails to D. Grossman concerning the K-1s showing contributions to capital (.2).	01/20/09	LMM	4.70	1,057.50
Review objection to Hillcrest claim.	01/20/09	KMB	0.40	96.00
Confirm time of hearing on February 24th (.1); revise notice of objection (.1); file Hillcrest objection and notice with court (.3); oversee service of same (.2).	01/20/09	TMP	0.70	101.50





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Revise letter to D. Grossman regarding Gordon claim.	01/21/09	MBM	0.10	35.00
Finalize letter to counsel for Benesch concerning any documents relating to Gordons' claim, questioning whether certain correspondence was sent to Gordons, and advising that deposition of H. Brown may be needed (.1); file study concerning Hillcrest claim and letter to counsel for Hillcrest requesting supporting invoices (.2); review email from counsel for Pilla concerning additional documentation concerning claim, review additional documentation noting further documentation still required (.5); review tax returns and financial sheets of Schwartzes at office of their counsel in Beechwood (4.5).	01/21/09	LMM	5.30	1,192.50
Review and summarize documents relating to claims from the Schwartzes, Gordons, Darlington and Dani.	01/21/09	BAF	0.40	58.00



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Telephone conference with counsel for Benesch concerning documents being requested which relate to Gordons' claim and substance of claim (.3); review regarding types of documents needed and prepare subpoena to keeper of the records for Benesch with request for documents which relate to Gordons and Gordons' claim and letter to counsel for Benesch concerning same (1.5); letter to counsel for Gordons concerning Benesch subpoena (.1); revise brief opposing Gordons' motion to amend their claim since their tax records prove that money was tendered as an equity investment not a loan (.9); prepare hearing subpoena for Darlington (.2); telephone conference with counsel for S. Schwartz concerning production of her financial documents and explanation for correspondence to G. Gordon (.2); review file concerning deposition topics (.4); review Gordons' notice of depositions concerning S. Schwartz and Rule 30(b)(6) representatives of Darlington and Dani and interrogatories and request for production of documents to the Committee (.3).	01/22/09	LMM	3.90	877.50
Confirm street address for Darlington Nursing & Rehabilitation for use in calculating witness fee.	01/22/09	TMP	0.20	29.00
Discuss procedures for referral to U.S. Attorney's office with L. Kleinman regarding possible fraudulent claim (.1); prepare letter to U.S. Trustee's office regarding same (.4); review additional discovery requests and outline for deposition of Gordons and discuss with L. Mazur (.3).	01/23/09	MBM	0.80	280.00



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Review email from counsel for Gordons concerning notices of deposition of S. Schwartz and Darlington/Dani and review deposition notices (.2); review email from counsel for Gordons concerning discovery propounded to committee and review interrogatories and request for production of documents referenced (.3); telephone conference with D. Grossman concerning upcoming depositions (.1); deposition preparation for Gordons and S. Schwartz including deposition exhibits (2.7); draft responses to Gordons' interrogatories and request for production of documents (1.2); review Gordons' requests for admissions to Committee and confer with M. Merklin regarding response to same (.3).	01/23/09	LMM	4.80	1,080.00
Brief review of Gordons' discovery directed at Committee.	01/23/09	KMB	0.50	120.00
Review ECF service list (.1); revise brief in opposition to include updated service list (.1); oversee of filing with court and service of same (.2).	01/23/09	TMP	0.40	58.00
Continued drafting and revisions to the answers to the Gordons' interrogatories and request for production of documents (.5); begin to draft responses to the Gordons' request for admissions (.6).	01/25/09	LMM	1.10	247.50
Meet with L. Mazur and review discovery responses in connection with Gordon claim (.4); review letter to U.S. Trustee regarding same (.2).	01/26/09	MBM	0.60	210.00

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Revisions to deposition questions of S. Schwartz (.2); review and revise responses to Gordons' request for admissions (.2); review and revise answers to Gordons' interrogatories and request for production of documents (.3); telephone conference with counsel for S. Schwartz concerning her inability to appear for deposition due to hospitalization and file memo to memorialize same (.3); review Gordons' request for production of documents to S. Schwartz, Darlington and Dani (.1); review Gordons' amended notice of deposition of S. Schwartz and keepers of the records for Darlington and Dani (.1); emails to and from counsel for the Gordons concerning unavailability of S. Schwartz for deposition (.1); prepare hearing subpoena for keeper of the records for Dani (.1); review preliminary documents produced in response to subpoena issued to Benesch (.9); review and revise letter to U.S. Trustee concerning fraudulent claim of Gordons (.2); review of pertinent documents and revisions to outline to prepare for depositions of David and Allison Gordon (1.0); preparing another exhibit booklet relating to documents produced by Benesch (.6).	01/26/09	LMM	4.10	922.50
Review letter to U.S. Trustee and confirm dates cited within (.3); email street address of debtor to L. Mazur for witness fee (.1).	01/26/09	TMP	0.40	58.00
Summarize investment information for the Gordons.	01/26/09	BAF	0.10	14.50
Attend portion of deposition of D. Gordon (1.0); review additional documents received from Benesch Friedlander and discuss with L. Mazur including operating agreement for debtors (.3); additional review of materials in connection with possible claim for violation of Rule 7511 of the Bankruptcy Rules (.2).	01/27/09	MBM	1.50	525.00



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Email to counsel for S. Schwartz confirming her unavailability for deposition due to hospitalization, requesting a doctor's letter addressing certain issues, again requesting income tax and financial records and requesting a date for the deposition of A. Schwartz (.3); review email from counsel for S. Schwartz regarding the same (.1); depose David and Allison Gordon concerning their proof of claim and facts relating thereto (5.6); telephone conference with counsel for Benesch confirming that he had additional significant documents to produce (.1); review the amended operating agreement and exhibits executed by David and Allison Gordon confirming their capital contribution to the business of \$500,000 and confer with M. Merklin regarding the same (.2).	01/27/09	LMM	6.30	1,417.50
Review agreed order on Dessler/Klein claim objection and communication from R. Ferrell regarding same.	01/27/09	KMB	0.30	72.00
Review communication from J. Levinson regarding Schwartz deposition.	01/27/09	KMB	0.20	48.00
Attend deposition of G. Gordon and several discussions regarding documents with L. Mazur as well as additional discussions during deposition breaks with D. Grossman.	01/28/09	MBM	4.50	1,575.00
Prepare for deposition of G. Gordon and organize deposition exhibits (.7); depose G. Gordon and confer with M. Merklin concerning relevant documents and discuss litigation issues with D. Grossman (4.5); review file concerning further litigation strategy in light of the information obtained during the depositions G. Gordon (.3).	01/28/09	LMM	5.50	1,237.50
Confer with L. Mazur regarding deposition of G. Gordon.	01/28/09	KMB	0.30	72.00



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Brief discussion with L. Mazur and review letter from D. Grossman regarding discovery.	01/29/09	MBM	0.10	35.00
Review email from counsel for Schwartzes confirming continued efforts to obtain a letter from the physician and concerning dates for deposition of A. Schwartz (.1); review email from counsel for Gordons requesting documentation of the discovery propounded on Schwartzes and confirming that the signatures on Exhibit 30 are forgeries (.1); review court notice of hearing set on Gordons' emergency motion to amend their proof of claim and brief in opposition to same (.1); facsimile to counsel for Hillcrest again requesting invoices which support the proof of claim (.1); telephone conference with counsel for Gordons concerning Committee's discovery responses and extending the deadline for same, the production of documents produced by Benesch, verification of whether signatures of Allison and David Gordon on the operating agreement is authentic, discovery from the Schwartzes and hearing stipulations (.4); email to counsel for Dessler/Klein approving his filing of the order substituting Dessler/Klein's claim for the scheduled claim of National City Bank (.1); emails to counsel for Gordons forwarding the cover letters sent to counsel for Schwartz and Darlington which were sent with the written discovery (.1); letter to counsel for the Gordons forwarding the correspondence with counsel for Benesch and the records received from Benesch in response to subpoena (.2); review additional records received in response to the subpoena issued to Benesch (.3).	01/29/09	LMM	1.50	337.50



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Review order relating to Dessler/Klein claim (.1); review schedules for National City Bank claim (.1); follow up with L. Mazur (.1); review notice of hearing and docket date (.1).	01/29/09	TMP	0.40	58.00
Additional discussions with L. Mazur regarding discovery including deposition of S. Schwartz.	01/30/09	MBM	0.20	70.00
Communication from R. Ferrell regarding order resolving Dessler Klein claims.	01/30/09	MBM	0.10	35.00
Confer with M. Merklin concerning further strategy in relation to the Gordon claim (.2); review email from counsel for Gordons concerning discovery responses of Schwartzes and Darlington (.1); email counsel for Gordons to respond to same and to confirm that all documents received have already been forwarded (.1); multiple emails to counsel for Gordons forwarding communications to and from counsel for Schwartzes and Darlington concerning propounded discovery and discovery responses (.1); review email from counsel for Dessler/Klein concerning deficiency on agreed order and revision to same and review revised order and email to counsel for Dessler/Klein approving the order as revised (.2).	01/30/09	LMM	0.70	157.50
Communication from D. Grossman regarding Gordon claim and related issues.	02/02/09	MBM	0.20	70.00
Finalize the answers to interrogatories, request for production of documents and request for admissions of David and Alison Gordon (.2); review email from counsel for Schwartz concerning her deposition and letter form the physician regarding the same (.1).	02/02/09	LMM	0.30	67.50



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April 17, 2009

<u>DESCRIPTION</u>	<u>DATE</u>	<u>ATTY</u>	<u>HOURS</u>	<u>AMOUNT</u>
Review communication from J. Levinson and L. Mazur regarding Schwartz deposition and related issues.	02/02/09	KMB	0.40	96.00
Review of Gordon discovery responses.	02/02/09	KMB	0.60	144.00
Review letter from counsel for the Gordons discussing the alleged criminal conduct of the Gordons in filing the claim and requesting a copy of the letter sent to the US Trustee (.1); review, analyze and prepare a summary of the invoices and customer statements concerning the Hillcrest claim (3.5); email to counsel for Hillcrest requesting that he obtain and forward copies of the missing customer statements (.1)	02/03/09	LMM	3.70	832.50
Confer with L. Mazur regarding Hillcrest claim and strategies for objection to same.	02/03/09	KMB	0.40	96.00
Review communication from L. Mazur regarding Hillcrest claims and review chronology of claims and status of dispute.	02/04/09	MBM	0.30	105.00
Communications with Grossman regarding request for continuance and related issues (.2); communication with J. Levinson regarding proposed deposition of S. Schwartz (.1).	02/04/09	MBM	0.30	105.00